

Law Offices
COOPER & KIRKHAM, P.C.
357 TEHAMA STREET, SECOND FLOOR
SAN FRANCISCO, CALIFORNIA 94103
(415) 788-3030
FAX (415) 882-7040

WRITER'S DIRECT CONTACT
(415) 788-3030 ext. 305
jdc@coopkirk.com

June 12, 2015

VIA ECF

The Honorable James Orenstein
United States Magistrate Judge
Courtroom 11D South
United States District Court
Eastern District of New York
225 Cadman Plaza East
Brooklyn, NY 11201

Re: *In re Espar Antitrust Litig.*, Case No. 1:15-MC-00940-JG-JO (Indirect
Purchaser Actions Only)

Dear Judge Orenstein:

Reference is made to Your Honor's June 5, 2015 Order directing that "[a]ny counsel whose case was not filed prior to May 22, 2015 may submit a motion to be appointed interim class counsel or other role that they deem appropriate by June 12, 2015." The undersigned counsel submit this joint letter to update the Court on Indirect Purchaser Plaintiffs' counsel's discussions regarding an agreed leadership structure to govern the Indirect Purchaser cases, and to provide the court with information regarding the qualifications of counsel in the post-May 22 Indirect Purchaser actions. The undersigned counsel are pleased to inform the Court that these discussions have resulted in an agreement on a leadership structure supported by all counsel who represent Indirect Purchaser Plaintiffs except for counsel for *Raccoon Valley*.¹ Counsel for *Raccoon Valley* was invited to join in this agreement and letter, but has not responded to the invitation.

The proposed Indirect Purchaser Plaintiffs leadership structure is designed to include and utilize the combined efforts of all current attorney groups in this litigation by "achieving economy without jeopardizing fairness to the parties." *Manual for Complex Litig. (Fourth)* § 10.221 (2004). It is proposed that Josef Cooper and Francis Scarpulla,

¹ *Raccoon Valley Transport, Inc., et al. v. Espar, Inc., et al.*, No. 1:15-cv-01338-JG-JO.

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counsel in the *Regional International* action,² serve as Co-Chairs for the Indirect Purchaser Plaintiffs' working group. Counsel in the other currently-filed cases (*Raccoon Valley*, *Davidson Transfer*,³ *Johnson*,⁴ and *North Jersey Truck Center*⁵) will comprise a committee of the whole to share the work to bring these actions to conclusion on behalf of Indirect Purchaser Plaintiffs. Pursuant to Paragraph III of the Pretrial Consolidation Order,⁶ the undersigned propose Steven Williams of Cochet, Pitre & McCarthy, New York counsel in the *Davidson Transfer* and *North Jersey Truck Center* actions, to be Indirect Purchaser Plaintiffs' Liaison Counsel. Counsel for *Raccoon Valley* has been included in this proposed structure even though they have not responded to counsel's invitation.

The Co-Chairs will consult with the members of the working group, keep them apprised of the circumstances of the litigation, and, whenever possible, reach a consensus on all issues affecting the prosecution of this litigation. It is contemplated that each firm within the working group will aid the Co-Chairs by being placed in charge of discrete tasks, such as aspects of discovery, responding to motions to dismiss, etc. If no consensus can be reached on any matter, the Co-Chairs will exercise final authority on issues generally pertinent to the litigation.

The experience and qualifications of the following counsel in the post-May 22 cases are described in the declarations/firm resumes attached as Exhibits 1-5:

Davidson Transfer (Case No. 1:15-cv-03005-JG-JO)

Gustafson Gluek PLLC (Exhibit 1)
Cochett, Pitre & McCarthy, LLP (Exhibit 2)⁷

Johnson (Case No. 1:15-cv-03174-JG-JO)

Audet & Partners, LLP (Exhibit 3)
Barrack, Rodos & Bacine (Exhibit 4)

North Jersey Truck Center (Case No. 1:15-cv-03290-JG-JO)

Lockridge Grindal Nauen P.L.L.P. (Exhibit 5)

² *Regional International Corp., et al. v. Espar, Inc., et al.*, No. 1:15-cv-01798-JG-JO.

³ *Davidson Transfer, LLC v. Espar, Inc., et al.*, No. 1:15-cv-03005-JG-JO.

⁴ *Johnson, et al. v. Espar, Inc., et al.*, No. 1:15-cv-03174-JG-JO.

⁵ *North Jersey Truck Center, Inc. v. Espar, Inc.*, No. 1:15-cv-03290-JG-JO.

⁶ *In re Espar Antitrust Litig.*, No. 1:15-mc-00940-JG-JO, ECF No. 1, entered May 28, 2015.

⁷ Cochet, Pitre & McCarthy, LLP is also counsel of record for Plaintiff North Jersey Truck Center.

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The qualifications of the Cooper and the Scarpulla firms were previously submitted to the Court and are incorporated by reference.⁸

As reflected in the filed complaints and declarations/firm resumes, each firm satisfies the Rule 23(g) factors to be considered when selecting Interim Class Counsel: (1) the work counsel has done in identifying or investigating potential claims in the action; (2) counsel's experience handling class actions, other complex litigation, and the types of claims asserted in the action; (3) counsel's knowledge of the applicable law and the field at issue; and (4) the resources that counsel will commit to representing the class. Fed. R. Civ. P. 23(g)(1)(A).

Counsel respectfully request that the Court adopt the proposed Indirect Purchaser leadership structure described above. Counsel would be happy to provide a draft order if it would be helpful to the Court.

Respectfully submitted,

/s/

Josef D. Cooper (*pro hac vice*)
COOPER & KIRKHAM, P.C.
357 Tehama Street
Second Floor
San Francisco, CA 94103
Telephone: (415) 788-3030
Facsimile: (415) 882-7040
Email: jdc@coopkirk.com

/s/

Francis O. Scarpulla (*pro hac vice*)
LAW OFFICES OF FRANCIS O.
SCARPULLA
44 Montgomery Street
Suite 3400

⁸ See, "Plaintiffs Regional International Corp. and Mead's Automotive, LLC's Motion Re: Appointment of Interim Co-Lead Class Counsel for Indirect Purchaser Plaintiffs", "Memorandum of Law in Support of Plaintiffs Regional International Corp. and Mead's Automotive, LLC's Motion Re: Appointment of Interim Co-Lead Class Counsel for Indirect-Purchaser Plaintiffs", "Declaration of Francis O. Scarpulla in Support of Plaintiffs Regional International Corp. and Mead's Automotive, LLC's Motion Re: Appointment of Interim Co-Lead Class Counsel for Indirect Purchaser Plaintiffs", and "Declaration of Josef D. Cooper in Support of Plaintiffs Regional International Corp. and Mead's Automotive, LLC's Motion Re: Appointment of Interim Co-Lead Class Counsel for Indirect Purchaser Plaintiffs". *Regional International Corp.*, ECF Nos. 17, 17-1, 17-2, 18. Counsel in *Raccoon Valley* filed objections to this motion on May 21, 2015. See, e.g., *Regional International*, ECF No. 22. Pursuant to the Court's June 5 Order, a reply will be filed on June 19, 2015.

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San Francisco, CA 94104
Telephone: (415) 788-7210
Facsimile: (415) 788-0706
Email: fos@scarpullalaw.com

*Counsel for Plaintiffs Regional
International Corp. and Mead's
Autotmotive, LLC*

_____/s/
Daniel C. Hedlund (*pro hac vice*)
GUSTAFSON GLUEK PLLC
120 South Sixth Street
Suite 2600
Minneapolis, MN 55402
Telephone: (612) 333-8844
Facsimile: (612) 339-6622
Email: dhedlund@gustafsongluek.com

_____/s/
Steven N. Williams
COTCHETT, PITRE & MCCARTHY,
LLP
40 Worth Street, 10th Floor
New York, NY 10013
Telephone: (212) 201-6820
Facsimile: (646) 219-6678
Email: swilliams@cpmlegal.com

*Counsel for Plaintiff Davidson Transfer,
LLC*

_____/s/
William M. Audet
AUDET & PARTNERS LLP
221 Main Street, Suite 1460
San Francisco, CA 94105
Telephone: (415) 982-1776
Facsimile: (415) 568-2556
Email: waudet@audetlaw.com

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/s/

Jeffrey B. Gittleman
BARRACK, RODOS & BACINE
Two Commerce Square
2001 Market Street
Suite 3300
Philadelphia, PA 19103
Telephone: (215) 963-0600
Facsimile: (215) 963-0838
Email: jgittleman@barrack.com

*Counsel for Plaintiffs Thomas Johnson
and Jim Steger*

/s/

W. Joseph Bruckner (*pro hac vice*)
LOCKRIDGE GRINDAL NAUEN
P.L.L.P.
100 Washington Avenue S
Suite 2200
Minneapolis, MN 55401
Telephone: (612) 339-6900
Facsimile: (612) 339-0981
Email: wjbruckner@locklaw.com

Steven N. Williams
COTCHETT, PITRE & MCCARTHY,
LLP
40 Worth Street, 10th Floor
New York, NY 10013
Telephone: (212) 201-6820
Facsimile: (646) 219-6678
Email: swilliams@cpmlegal.com

*Counsel for Plaintiff North Jersey
Truck Center*